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*Counsel to Appalachian Power Company, et al. (see attached Schedule 1)*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re:

SEARS HOLDINGS CORPORATION, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11  
Case No.: 18-23538 (RDD)  
(Jointly Administered)

-----X

NOTICE OF SUBSTITUTION OF  
COUNSEL AND REQUEST FOR NOTICE AND SERVICE OF PAPERS

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that, the law firm of Meyer, Suozzi, English & Klein, P.C., hereby withdraws as counsel to Appalachian Power Company and all of the other parties listed in Schedule 1, annexed hereto (the "Utility Companies") with respect to all matters related to these bankruptcy cases, and gives notice that the law firm of Cullen and Dykman LLP is hereby substituted as counsel to the Utility Companies in these matters.

Pursuant to section 1109(b) of the Bankruptcy Code and Rules 2002, 3017, 9007 and 9010 of the Federal Rules of Bankruptcy Procedure the Utility Companies request that copies of all notices given or required to be given in these cases, and all papers served or required to be served in these cases, be given to and served upon the following:

Thomas R. Slome, Esq.  
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Dated: July 22, 2019

MEYER, SUOZZI, ENGLISH & KLEIN, P.C.

By: Howard B. Kleinberg (MK)  
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Dated: July 22, 2019

CULLEN AND DYKMAN, LLP

By: /s/ Thomas R. Slome  
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**Schedule 1**

**Utility Companies**

Appalachian Power Company	Monongahela Power Company
Indiana Michigan Power Company	Potomac Edison Company
Kentucky Power Company	Toledo Edison Company
Kingsport Power Company	Metropolitan Edison Company
Ohio Power Company	Jersey Central Power & Light Company
Public Service Company of Oklahoma and	Pennsylvania Electric Company
Southwestern Electric Power Company	The Cleveland Electric Illuminating Company
Arizona Public Service Company	Ohio Edison Company
Baltimore Gas and Electric Company	Pennsylvania Power Company
Commonwealth Edison Company	Florida Power & Light Company
PECO Energy Company	Georgia Power Company
The Potomac Electric Power Company	Boston Gas Company
Delmarva Power & Light Company	Colonial Gas Company
Atlantic City Electric Company	KeySpan Energy Delivery Long Island
City of Ocala Florida	KeySpan Energy Delivery New York
Consolidated Edison Company of New York, Inc.	Massachusetts Electric Company
Orange & Rockland Utilities	Narragansett Electric Company
Virginia Electric and Power Company d/b/a	Niagara Mohawk Power Corporation
Dominion Energy Virginia	New York State Electric and Gas Corporation
The Dominion East Ohio Gas Company d/b/a	Rochester Gas & Electric Corporation
Dominion East Ohio	Salt River Project
Connecticut Light & Power Company	San Diego Gas and Electric Company
Public Service Company of New Hampshire	Southern California Gas Company
Yankee Gas Services Company	Sacramento Municipal Utility District
NStar Electric Company	Southern California Edison Company
Eastern Massachusetts	Tucson Electric Power Company
NStar Electric Company	UNS Electric, Inc.
Western Massachusetts	UNS Gas, Inc.
West Penn Power Company	Public Service Electric and Gas Company

**CERTIFICATE OF SERVICE**

I, Thomas Slome, hereby certify that on the 31 day of July 2019, I caused a true and correct copy of the foregoing *Notice of Substitution of Counsel and Request for Notices and Service of Papers* to be served via the Court's CM/ECF system on those parties receiving Notice of Electronic Filing generated by the Court's CM/ECF system.

/s/ Thomas Slome  
Thomas Slome